By law changes

5/17/34
1. The election of board members shall take place on the second to last Thursday of May instead of the last Thursday of October.
2. Change the Fiscal Year from Sept to June to May to June.

9/4/41
1. New address for the location of Regular meetings
2. Members are no longer required to have a copy of "The Radio Communication Laws".
3. All regular members must be a member in good standing with the ARRL.
4. Membership fee change: All members except Honorary members shall pay a initiation fee of 50¢ and then a monthly fee of 25¢ except during June, July and August because those months are not part of the club season.
5. The club will no longer have the power to make regulations governing a members operating hours or the type of equipment they were using.
6. The board of Directors no longer have to meet at the Museum. They can meet wherever they wish upon mutual agreement.

3/2/42
1. New classifications of Membership Regular, Associate, Life, Honorary and Non-resident.

(2) Honorary members pay no dues.
(3) Non-resident pay $1.00 per year.
(4) Any regular, associate or non-resident can have a leave of absence and no dues required if they must go into the armed forces, and shall not forfeit any of their club privilages.
(5) Any regular, associate or non-resident member who is ill or had an accident shall also be eligible for a leave of absence until their recovery.
(6) Any regular or associate member who must leave the area because of employment may be eligible for non-resident membership for up to 5 years. The status of regular or associate membership may resume upon their return.

1988-89 By-laws were the same as 1987 except for addition to Article 5 Section 2 as follows:

Nominating Committee. — Not less than 3 months prior to the annual membership meeting, the president shall appoint a nomination committee, consisting of 4 regular members, at least 2 of whom shall be former presidents, directors or officers of the club. These 4 shall select candidates for election as officers.

This committee shall report its selection to the regular March meeting of the membership. Floor nominations, if any, shall be made at the April membership meeting.

MILWAUKEE RADIO AMATEURS' CLUB
BY-LAWS

February 14, 1995

Submitted by: By Laws Committee

Ken Eggert W9MOT
Roger Zaun W9UVV

Fred Linn W9NZF
Secretary

PREAMBLE

The Milwaukee Radio Amateurs' Club, Inc.,was incorporated under the laws of the State of Wisconsin in March 1923,and herein, further reference to the Corporation will be MRAC.

MILWAUKEE RADIO AMATEURS'CLUB

BY-LAWS INDEX

Article no.	Subject
I	Name of Corporation
II	Purpose of Corporation
III	Membership
IV	Board of Directors
V	Officers
VI	Meetings
VII	Contracts, Checks, Drafts & Bank Acc'ts
VIII	Custodian
IX	Corporate Seal
X	Ammendments

ARTICLE I-NAME OF THE CORPORATION

The name of the Corporation will be the MILWAUKEE RADIO AMATEURS' CLUB, as included in the Articles of Incorporation, and being in use since 1917, to conduct business in Milwaukee, Wi., since that date.

ARTICLE II-PURPOSE

~~In addition to~~ The purpose of the Corporation as set forth in the Articles of Incorporation, ~~its purposes~~ are to foster the ownership, operation, and maintenance of amateur radio equipment, special radio-telegrahic and telephonic equipment and/or stations, and other such apparatus as to promote the art, science, and technology relating to amateur communications between members. It shall also conduct field tests using such equipment under emergency conditions. It shall conduct courses of instruction for each of the grades of amateur operators' licenses, and shall maintain affiliation with the American Radio Relay League (ARRL), Inc., of Newington, Ct.

It shall also provide its membership with means to promote the friendly interchange of information concerning the improvement of communication,using present and/or advanced technologies, and to insure effective compliance with all Rules & Regulations of the Federal Communications Commission, and of the State of Wisconsin.

ARTICLE III - MEMBERSHIP

The Corporation shall have 3 classes of membership, consisting of the following:

1. REGULAR MEMBERS shall hold a valid Amateur Radio License, and have a bona-fide interest in Amateur Rado activities.

2. ASSOCIATE MEMBERS shall have a bona fide interest in amateur radio activities

3. LIFE MEMBERS shall be elected from the membership rolls, by the Board of Directors, after such member has attained the age of 60 or more years, and has been a member in good standing continously for at least 20 years, immediately prior to reaching the required age.

Each member of the Corporation, with the exception of Associate members, if in good standing, and present at a meeting, shall be eligible to participate in the business meetings of the Corporation. He\she will be eligible to serve in any of its elective or appointive positions, and shall have a vote at the annual meeting of the Corporation.

Family membership

ARTICLE IV-BOARD OF DIRECTORS

Section 1: General powers-The property, affairs, and business of the Corporation shall be managed by the Board of Directors.

Section 2: Number and terms of office: The Board of Directors shall consist of twelve (12) persons. They shall be the 5 officers of the Corporation, and 6 elected Directors, one of whom shall be appointed by the Board as Board Chairman, to serve at the pleasure of the Board. All Directors and Officers shall be elected by the voting membership, and shall hold office until their successors shall be be elected. The term of office shall be two (2) years, and at the expiration of any term, any Director may be re-elected. The Chairman shall have no voting rights except in the case of a tie vote, ofthe Board of Directors and shall act in an advisory capacity to the Board.

Section 3: Organization-at all meetings of the Board of Directors. the President shall preside, and in the absence of the President the 1st Vice-President shall serve: in the event of both absences the 2d Vice-President shall preside.

Section 4: Resignation and/or removal of a Director: Any Director of the corporation may resign at any time by giving written notice to the Secretary of the Corporation. Such resignation shall take effect as of the date of receipt of the notice, or at a later time as specified in the notice. The resignation need not be"accepted" in order to have it become effective.

Any one or more of the Directors may be removed for due cause at any time, by vote of the Board of Directors, at a special meeting called for that purpose.

Section 5: Place of Meeting-The meetings of the Board of Directors shall be held at such time and place as shall be designated in a written or verbal notice to the Directors.

Section 6: Special meetings-Special meetings of the Board of Directors shall be held upon written demand of two (2) Directors, addressed to the President, a Vice President, or to the Secretary. The notice shall state the purpose or object of the meeting. Notice of such meeting shall be mailed to each Director, addressed to his/her residence or usual place of business at least two (2) weeks before the date on which the proposed meeting is to be held. Every such notice shall state the time, date, place, and purpose of the meeting. No business other than that stated in the notice shall be transacted at the meeting without Board consent.

Section 7: Quorum and manner of acting- A majority of the Directors in office at the time of any regular or special meeting of the Board of Directors shall constitute a quorum for the transaction of business at such meeting. The act of a majority of the Board of Directors present at any such meeting at which a quorum is present shall be the act of the Board of Directors. In the absence of a quorum, a majority of the Directors present may adjourn the meeting until such time as a quorum can be present.

The Directors present at a duly called meeting at which a quorum is present may continue to transact business until adjournment, regardless of the subsequent withdrawal of enough members to leave less than a quorum-notice of any adjourned meeting need not be given.

ARTICLE IV (cont'd)

Section 7 (cont'd) In accordance with Sect. 181.72. State Stats. any action which might be taken at a meeting of the Board of Directors may be taken without a meeting, if done in writing, signed by all of the Directors.

Section 8: Absence; Should any Director absent him/her self from 3 consecutive meetings of the Board of Directors, without sending a communication to the President or Scretary, stating his\her reasons for so doing, and if such excuse should not be accepted by members of the Board,such seat on the Board may be declared vacant, and the President may proceed to fill such vacancy. The person so chosen shall hold office until the next annual meeting of the membership, or until his/her successor shall have been chosen at a special meeting of the members of the Board.

ARTICLE V-OFFICERS

Section 1. Number: The officers of the Corporation shall be President, First Vice President, 2d Vice President, a Secretary, and Treasurer.

Section 2. Election,Installation,and Terms of Office- The officers of the Corporation shall be elected bi-annually by the membership. Newly elected officers shall be formally installed at the regular June meeting of the membership. Each officer shall continue in office until his/her successor is duly elected and qualified,and shall have entered upon the discharge of his/her duties, or until he/she shall have been removed in the manner provided in Art. IV Sect.4.

Section 3. Removal-Any officer may be removed-See Art. IV, Sect.4

Section 4. Resignation of Officer. See Art. IV, Sect. 4

Section 5. Vacancies-A vacancy in any Officer position, for any cause shall be filled for the unexpired portion of the term in the manner prescribed in At. IV, Sect 8.

Section 6. No compensation or payment shall ever be made to any officer of this Corporation, except as a reasonable allowance for expenditures made, with prior Board approval.

Section 7. President-the President shall preside at all regular meetings of the membership.He/she shall perform such duties as assigned to him/her by the Board of Directors.He/she shall have the power to appoint committees to carry on the activities of the Corporation.

He/she may sign and execute all authorized bonds,contracts, and /or other obligations in the Corporate name.

ARTICLE V- OFFICERS (cont'd)

Section 8. First Vice President-He/she shall discharge the duties of the President in his/her absence or disability for any cause.He shall have charge of all technical and speaker programs,and other programs of the year,as prescribed by the Board of Directors in addition to those which have been assigned by the President.

Section 9. Second Vice-President-He/she shall be responsible for promoting membership and attendance at meetings of the Corporation in addition to duties assigned by the Board of Directors. He/she shall take the place of the First Vice President in the event of his/her absence.

Section 10. Secretary-The Secretary shall keep minutes of all meetings of the Corporation,and of the Board of Directors. He shall, if requested,read the minutes of the previous meeting,for information of,and approval by,the membership.He shall perform all duties incident to the office and discharge such other duties as may be assigned to him/her by the Board of Directors.

Section 11. Treasurer-The Treasurer shall have charge of all receipts and monies of the Corporation. He shall deposit them in the name of the Corporation in a bank approved by the Board of Directors, and shall disburse funds, as authorized by the Board. He/she shall keep regular accounts of receipts and disbursements, submit a record when requested, and give an itemized statement at regular meetings of the Corporation. He shall perform all duties incident to the office, and customarily performed by the Treasurer as well as discharging such other duties as may be assigned by the Board of Directors.

ARTICLE VI-MEETINGS

Section 1. Annual Meetings: There shall be an annual meeting held at the regular May membership meeting of each year, for the election of Corporate Officers,and the Board of Directors, and for receiving annual reports from the Officers, Directors, and committees along with other business as may be required.

Notice of the Annual Meeting, signed by the Secretary, shall be mailed to the last recorded address of each member, at least ten (10) days prior to the time appointed for the meeting.Such notice shall state the time,date,location, and the purpose of the meeting.

Section 2: Regular meetings: The regular meetings shall be held at times and places as prescribed by the Board of Directors,

Section 3: A special meeting of the members may be held whenever called by the Secretary upon the direction of the President, or upon written direction of 25% of the members in good standing. The Secretary shall give five (5) days written notice of such meeting by ordinary mail to such members.

Section 4: Places of meetings: Regular meetings of the members shall be held at places designated by the Board of Directors.

Section 5: Quorum: The presence in person of 25% of the members of the corporation entitled to vote,shall be necessary to constitute a quorum for the transaction of business-providing: That a "quorum membership" shall exclude Non-resident and associate members.

Section 6: Conduct of meetings: All meetings shall be conducted with reasonably strict adherence to Roberts Rules of Order.

ARTICLE VII Contracts, Checks, Drafts,& Bank Acc'ts

Section 1. Contracts,etc.-How executed. The Board of Directors may authorize any Officer and/or Director of the Corporation to enter into any contract or execute and deliver any instrument in the name of,and on behalf of the Corporation.Unless so authorized, no Director or Officer shall have any power to bind the Corporation by any contract, or to render it liable for any pecuniary amount.

Section 2. Loans-No loan shall be contracted on behalf of the Corporation,and no negotiable paper shall be issued in its name unless authorized by the Board of Directors. When so authorized, any officer or agent of the Corporation may effect loans and/or advances at any time for the Corporation. Such authority shall be confined to specific instances.

Section 3. Checks & Drafts, etc.-all checks, drafts, or other orders for payment of notes or indebtedness, shall be signed by such persons as the Board of Directors shall designate, usually by the Treasurer, or in his/her absence, by the President.

Section 4. Deposits-All funds of the Corporation shall be deposited to the credit of the Corporation, in such banks, trust Co.'s or other depositories as the Board of Directors shall designate.

Section 5. Fiscal year-The Corporation shall operate on a calendar year basis in the conduct of its financial affairs.

ARTICLE VIII-CUSTODIAN

There shall be a permanent Custodian apppointed by the Board of Directors. He shall be charged with guarding and caring-for the club property committed to his custody. He shall prepare and maintain an inventory of such property. A representative of the Board of Directors shall examine and verify the written inventory, annually, by comparing it to the physical item in storage.

He shall dispose of the property only at the direction of the Board of Directors, who may, from time-to-time, authorize its loan or issue for a specific purpose.

ARTICLE IX-Corporate Seal

The Corporation shall have a Corporate Seal to be used on all legal and official documents.

Article X-Ammendments

These By-Laws may be ammended by a majority vote of a quorum of the members entitled to vote, present at an annual or special meeting of the Corporation, called for that purpose.

ARTICLE III - MEMBERSHIP

The Corporation shall have 4 classes of membership, consisting of the following:

1. REGULAR MEMBERS shall hold a valid Amateur Radio License, and have a bona-fide interest in Amateur Rado activities.

2. ASSOCIATE MEMBERS shall have a bona fide interest in amateur radio activities

3. LIFE MEMBERS shall be elected from the membership rolls, by the Board of Directors, after such member has attained the age of 60 or more years, and has been a member in good standing continously for at least 20 years, immediately prior to reaching the required age.

4. FAMILY MEMBERSHIP shall include all licensed family members as well as anyone having a bona fide interest in amateur radio,living under the same roof. All licensed family members shall have voting privileges, but only one roster and one newsletter will be sent for use by the entire family.

Each member of the Corporation,with the exception of Associate members,and non-licensed family members,if in good standing, and present at a meeting, shall be eligible to participate in the business meetings of the Corporation. He\she will be eligible to serve in any of its elective or appointive positions, and shall have a vote at the annual meeting of the Corporation.

CORRECTED COPY

ARTICLE VI-MEETINGS

Section 1. Annual Meetings: There shall be an annual meeting held at the regular May membership meeting of each year, for the election of Corporate Officers,and the Board of Directors, and for receiving annual reports from the Officers, Directors, and committees along with other business as may be required.

Notice of the Annual Meeting, signed by the Secretary, shall be mailed to the last recorded address of each member, at least ten (10) days prior to the time appointed for the meeting.Such notice shall state the time,date,location, and the purpose of the meeting.

Section 2: Regular meetings: The regular meetings shall be held at times and places as prescribed by the Board of Directors,

Section 3: A special meeting of the members may be held whenever called by the Secretary upon the direction of the President, or upon written direction of 25% of the members in good standing. The Secretary shall give five (5) days written notice of such meeting by ordinary mail to such members.

Section 4: Places of meetings: Regular meetings of the members shall be held at places designated by the Board of Directors.

Section 5: Quorum: The presence in person of 25% of the members of the corporation entitled to vote,shall be necessary to constitute a quorum for the transaction of business-providing: That a "quorum membership" shall exclude Non-licensed family and associate members.

Section 6: Conduct of meetings: All meetings shall be conducted with reasonably strict adherence to Roberts Rules of Order.

CORRECTED COPY

ARTICLE IV (cont'd)

Section 7 (cont'd) In accordance with Sect. 181.72. State Stats. any action which might be taken at a meeting of the Board of Directors may be taken without a meeting, if done in writing, signed by all of the Directors.

Section 8: Absence; Should any Director absent him/her self from 3 consecutive meetings of the Board of Directors, without sending a communication to the President or Secretary, stating his\her reasons for so doing, and if such excuse should not be accepted by members of the Board,such seat on the Board may be declared vacant, and the President may proceed to fill such vacancy. The person so chosen must be a voting member and hold office until the next annual meeting of the membership, or until his/her successor shall have been chosen at a special meeting of the members of the Board.

1981

RESTATED ARTICLES OF INCORPORATION

The following Restated Articles of Incorporation duly adopted pursuant to the authority and provisions of Chapter 181 of the Wisconsin Statutes supersede and take the place of the existing articles of incorporation and amendments thereto:

ARTICLE 1: The name of the corporation is MILWAUKEE RADIO AMATEUR CLUB, INC.

ARTICLE 2: The period of existence shall be perpetual.

ARTICLE 3: The purpose shall be for educational and scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code and to engage in any lawful activity within the purposes for which corporations may be organized under Chapter 181 of the Wisconsin Statutes.

ARTICLE 4: The corporation shall have no capital stock. The corporation shall be educational and scientific and shall not be conducted for profit and none of its property, funds, or net earnings, if any, shall ever inure to the benefit of any member or director other than as compensation for services actually rendered in some capacity other than a member or director as reimbursement for expenses actually incurred in behalf of the corporation.

ARTICLE 5.

1. No Part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, or shall it engage in any activities which are unlawful under the laws of the United States of America, nor any state where such activities are carried on; nor shall it engage in any transaction defined at the time as "prohibited" under the Internal Revenue laws of the United States of America.

2. This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit. Neither the whole nor any part or portion of the assets or the income of this corporation shall be used for objects or purposes which are not exclusively educational or scientific under laws of both the United States of America and the State of Wisconsin.

3. No compensation shall ever be paid to any officer, director or member of this corporation, except as a reasonable allowance for actual expenditures made on behalf of the corporation or for services actually rendered as a member or director. Neither the whole or any part or portion of of the assets or the income of this corporation shall ever be distributed to or divided among any officer, director or member of this corporation.

ARTICLE 6. The Corporation shall have members of more than one class; the designation of such classes, and the

qualification, rights, and method of acceptance of members of each class is set forth in the By-laws of the corporation.

ARTICLE 7. This corporation shall be governed by a Board of Directors whose manner of election or appointment is provided in the By-laws of the corporation.

ARTICLE 8. In the event of the liquidation or dissolution of this corporation, the net assets of this corporation shall be distributed only to a corporation or other organization qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, and any amendments thereto.

ARTICLE 9. The members of this corporation shall have no personal liability whatever for any corporate obligations.

ARTICLE 10. The registered office of the corporation is at N50 W16328 Pin Oak Court, Menomonee Falls, Wisconsin, 53051, and the name of the registered agent at such address is H. Charles Kaetel.

ARTICLE 8: The number of directors shall be fixed by the By-Laws of the corporation.

Article 9: These articles may be amended in the manner authorized by law at the time of amendment.

* * * * * * * * * * * * * * * * * *

The undersigned officers of THE MILWAUKEE RADIO AMATEURS' CLUB, INC., a Wisconsin corporation with registered office in Waukesha County, Wisconsin, CERTIFY:

The foregoing restatement of the articles of incorporation of said corporation was adopted at a meeting of the members of this corporation held on the ___ day of March, 1987, and entitled to vote with respect to the subject matter of said restatement of the articles of incorporation.

CAGU IN FIGURES WITH PROXIES

MEMBERS ENTITLED TO VOTE 225
MEMBERS PRESENT AT THE MEETING ~~444~~ 168
VOTING FOR 168
VOTING AGAINST -0-

Executed in duplicate and seal this ___ day of March, 1987.

_____
President

_____
Secretary OR TREASURER

This document was drafted by:
Robert B. Fennig, Attorney
4800 N. Santa Monica Blvd., PO Box 17617
Milwaukee, Wisconsin 53217
(414) 332-4900

Revised from 1987 By-laws

1988-89

Mailed out to members in Jan 1989

BY-LAWS

OF

MILWAUKEE RADIO AMATEUR'S CLUB, INC

ARTICLE I

MEMBERSHIP

The Corporation shall have six classes of membership consisting of the following:

1. REGULAR MEMBERS shall hold a valid United States Amateur Radio Operator License and have a bona-fide interest in amateur radio activities.

2. ASSOCIATE MEMBERS shall have a bona-fide interest in amateur radio activities.

3. STUDENT MEMBERS shall be a full time student at any institution of learning and hold a valid United States Amateur Radio Operator License and have a bona-fide interest in amateur radio.

4. NON RESIDENT MEMBERS shall have a bona-fide interest in amateur radio activities and who do not reside in Milwaukee County or the counties adjacent to it in the State of Wisconsin.

5. LIFE MEMBERS shall be elected from the Regular Members by the Board of Directors after such member has attained the age of 60 or more years and has been a member in good standing for at least 20 years continuously and immediately before reaching the required age.

6. HONORARY MEMBERS shall be selected by the Board of Directors and shall be individuals who have contributed outstanding service to or for amateur radio.

Each member of the corporation, with the exception of honorary members, shall, if in good standing and present at a meeting, be eligible to participate in the business meetings of the corporation and serve in any of its elective or appointed positions, and shall have a vote at the annual meeting of the corporation.

ARTICLE II

PURPOSE

In addition to the purposes of the corporation set forth in its Articles of Incorporation, its purposes are to foster the ownership, operation and maintenance of amateur, special amateur or experimental radio telegraphic and telephonic station or stations; to promote the art, science, and technology of radio telegraphy, telephony, video and data transmission, and allied subjects among its members; conduct courses of instruction for each of the five (5) grades of amateur radio operator license applicants; conduct field tests for emergency communications; associate or affiliate itself with the American Radio Relay League, Inc., of Newington, Connecticutt, or any other radio telegraphic or telephonic organization or organizations; to promote more effective relaying of friendly messages between the different stations for orderly operation and practical improvement of short-wave radio telegraphic communication; for organizing area wide radio amateurs into an effective unit to provide its membership with the educational means to acquire the latest technology with respect to its activities; and to comply with all rules and regulations of the Federal Communications Commission and the State of Wisconsin with respect thereto.

ARTICLE III

Section 1. Annual Meetings. there shall be an annual meeting on the second Thursday of May of each year for the election of Directors and officers and for receiving the annual reports of the officers, directors, and committees, and the transaction of other business. Notice of the meeting, signed by the Secretary, shall be mailed to the last recorded address of each member at least five (5) days prior to the meeting and shall state its time and place.

Section 2. Special Meetings. Special meetings shall be called by the Board of Directors at its discretion.

Section 3. Place of Meeting. Meetings of the members shall be held at such place designated by the Board of Directors.

Section 4. Quorum. The presence in person or by proxy of 15% of the members of the corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business; however, a quorum shall not include Non-Resident members absent from the meeting nor Life Members absent from the meeting and not residents of the State of Wisconsin.

Section 5. Order of Business The order of business shall be governed by Robert's Rules of Order.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. General Powers. The property, affairs, and business of the corporation shall be managed by the Board of Directors.

Section 2. Number and Term of Office. The Board of Directors shall consist of twelve (12) persons. They shall be: a Chairman, the five (5) officers of the corporation, and six elected directors. All directors and officers shall be elected by the members from the Regular Members and the Life Members and shall hold office until their successors are elected. the term of office shall be two (2) years. At the expiration of any term, any director may be re-elected. The Chairman of the Board of Directors shall be the immediate Past President of the Corporation and, if absent, the next immediate Past President. The Chairman shall have no voting rights except in the case of a tie vote among the Directors.

Section 3. Organization. At all meetings of the Board of Directors, the Chairman shall preside, and, if absent, the President, and in the absence of the President, the first Vice-President.

Section 4. Resignation and Removal Any director of the corporation may resign at any time by giving written notice to the Secretary of the corporation. Such resignation shall take effect at the date of the receipt of such notice, or at any later time specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Any one or more of the Directors may be removed either with or without cause at any time, by vote of a quorum of the club members present at any special meeting called for that purpose.

Section 5. Place of Meeting. The meetings of the Board of Directors shall be held at such place as shall be designated in the notice of meeting thereof.

Section 6. Annual Meeting. The annual meeting of the Board of Directors shall be held immediately succeeding the annual election by the membership, with the power to adjourn and re-adjourn.

Section 7. Special Meetings. Special meetings of the Board

15%

QUORUM = (1/4) of the voting membership of the club.
non-resident Lmembers are not included in quorum count

of Directors shall be had upon written demand of two (2) directors addressed to the President, a Vice-President, or Secretary of the corporation, stating the purpose or object thereof. Notice of such meeting shall be made by any means of communication to each director at least two (2) days before the date on which such meeting is to be held. Every such notice shall state the time, place, and purpose of the meeting. No business other than that so stated in the notice shall be transacted at said meeting without the consent of a majority of all the members of the Board of Directors.

Section 8. Quorum and Manner of Acting. A majority of the Directors in office at the time of any regular or special meeting of the Board of Directors shall constitute a quorum for the transaction of business at such meeting. The act of a majority of the Directors present at any such meeting at which a quorum is present shall be the the act of the Board of Directors. In the absence of a quorum, a majority of the Directors present may adjourn the meeting from time to time until a quorum be had. The Directors present at a duly called meeting at which a quorum is present may continue to transact business until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum. Notice of any adjourned meeting need not be given. In accordance with Section 181.72, Wis. Stats., any action which might be taken at a meeting of the Board of Directors may be taken without a meeting if done in writing signed by all of the Directors.

Section 9. Absence. Should any member of the Board of Directors be absent from three (3) consecutive meetings of the Board without sending a communication to the President or Secretary stating the reasons for so doing, and if such excuse should not be accepted by the members of the Board, such seat on the Board may be declared vacant, and the President may forthwith proceed to fill the vacancy. The person so chosen shall hold office until the next annual meeting, or until a successor shall have been chosen at a special meeting of the members.

Section 10. Notice of Meeting - Waiver. Notice shall be given to each Director of the time and place of each meeting of the Board, but any Director may in writing either before or after the meeting waive notice thereof; and without notice, any Director, by attendance at such meeting, shall be deemed to have waived notice, and any meeting of the Board of Directors shall be a legal meeting without any notice thereof having been given if all the members of the Board of Directors shall be present thereat.

ARTICLE V

[OFFICERS]

Section 1. Number. The officers of the Corporation shall be a President, a first Vice-President, a second Vice-President, a Secretary, a Treasurer and such other officers as the Board of Directors may designate.

Section 2. Nominating Committee. Not less than three (3) months prior to the annual membership meeting, the president shall appoint a nomination committee, consisting of four (4) regular members, at least two (2) of whom shall be former presidents or past directors or officers of the club, which shall select candidates for election as officers.

This committee shall report its selection to the regular March meeting of the membership. Floor nominations, if any, shall be made at the April membership meeting.

Section 2. Election, Installation and Term of Office. The officers of the corporation shall be elected by the members at the Annual meeting. Newly elected officers shall be formally installed at the regular June meeting of the Board of Directors. Each officer shall continue in office until a successor is duly elected, qualified, and shall have entered upon the discharge of such duties, or until such officer shall have been removed in the manner hereinafter provided. The President shall hold office until a successor has been elected and qualified.

Section 3. Resignation. Any officer may resign at any time by giving written notice to the President or Secretary of the corporation. Such resignation shall take effect at the date of the receipt of such notice, or at any later time specified herein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4. Vacancies. A vacancy in any office, because of death, resignation, removal, disqualification or any other cause, shall be filled for the unexpired portion of the term in the manner prescribed in these By-laws for regular appointments or elections to such office.

Section 5. Salaries. No compensation or payment shall ever be made or paid to any officer of this corporation except as a reasonable allowance for actual expenditures or for services actually rendered.

Section 6. President. The President shall preside at the regular and special meetings of the membership and shall do and perform such duties as may from time to time be assigned by the

Board of Directors; shall have power to appoint committees to carry on the activities of the corporation, and may sign and execute all authorized bonds, contracts, or other obligations in the name of the corporation.

Section 7. Vice Presidents. The membership shall elect two (2) Vice-Presidents with their respective designations and duties as follows:

First Vice-President. This officer shall discharge the duties of the President in the event of the absence or disability for any cause whatever of the latter, and shall have charge of all technical and speaker programs and all other programs of the year as prescribed by the Board of Directors in addition to any other duties.

Second Vice-President. This officer shall be responsible for promoting membership and attendance at the meetings of the corporation in addition to the duties as may be assigned by the Board of Directors, and shall take the place of the First Vice-President in his/her absence.

Section 8. Secretary. The membership shall elect a Secretary who shall keep the minutes of all meetings of the membership and the Board of Directors; shall, if requested, read such minutes at the close of each meeting for approval; shall give notices for all meetings and, in general, perform all duties incident to the office of the Secretary and such other duties as may from time to time be assigned by the Board of Directors.

Section 9. Treasurer. The membership shall elect a Treasurer who shall have charge of all receipts and moneys of the corporation, deposit them in the name of the corporation in a bank approved by the Board of Directors, and disburse funds as authorized by the Board of Directors. The Treasurer shall keep regular accounts of receipts and disbursements, submit a record when requested, and give an itemized statement at regular meetings of the corporation. In general, perform all the duties incident to and customarily performed by such officer, and perform such other duties as may from time to time be assigned by the Board of Directors.

ARTICLE VI

Contracts, Checks, Drafts, Bank Accounts, Etc.

Section 1. Contracts, etc. - How executed. The Board of Directors, except as in these By-Laws otherwise provided, may authorize any officer or officers, agent or agents, of the corporation to enter into any contract or execute and deliver any

instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances, and unless so authorized by the Board of Directors no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any pecuniary amount.

Section 2. Loans. No loan shall be contracted on behalf of the corporation and no negotiable paper shall be issued in its name unless authorized by the Board of Directors. When so authorized, any officer or agent of the corporation may effect loans and advances at any time for the corporation from any bank, trust company or other institution or from any firm, corporation, or individual; and for such loans and advances may make, execute and deliver promisory notes or other evidence of indebtedness of the corporation, and, when authorized as aforesaid, as security for the payment of any and all loans, advances, indebtedness, and liabilities of the corporation, may, subject to the provisions of the Certificate of Incorporation, mortgage, pledge, hypothecate, or transfer any real or personal property at any time held by the corporation, and to that end execute instruments of mortgage or pledge or otherwise transfer said property. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, etc. All checks, drafts, or other orders for the payment of money notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such person or persons in such manner as shall from time to time be designated by the Board of Directors.

Section 4. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation under such conditions and in such banks, trust companies, or other depositories as the Board of Directors may designate or as may be designated by any officer or officers, agent or agents, of the corporation to whom such power may from time to time be delegated by the Board of Directors, and for the purpose of such deposit any person or persons to whom such power is so delegated may endorse, assign, and deliver checks, drafts, and other orders for the payment of money which are payable to the order of the corporation.

ARTICLE VII

Fiscal Year

The corporation shall operate on a calendar year basis.

ARTICLE VIII

Seal

The corporation shall have a corporate seal.

ARTICLE IX

Amendments to By-laws

These By-laws may be amended by the majority vote of a quorum of the members entitled to vote at any meeting of the corporation.

Section 2, of Article V, on page 5 of the MRAC by-laws was not printed correctly. The following is the correct approved version and should be inserted in your copy.

Section 2. Nominating Committee. Not less than three (3) months prior to the annual membership meeting, the president shall appoint a nomination committee, consisting of four (4) regular members, at least two (2) of whom shall be former presidents or past directors or officers of the club, which shall select candidates for election as officers.

This committee shall report its selection to the regular March meeting of the membership. Floor nominations, if any, shall be made at the April membership meeting.

Election, Installation and Term of Office. The officers of the corporation shall be elected by the members at the Annual meeting. Newly elected officers shall be formally installed a the regular June meeting of the Board of Directors. Each officer shall continue in office until a successor is duly elected, qualified, and shall have entered upon the discharge of such duties, or until such officer shall have been removed in the manner hereinafter provided. The President shall hold office until a successor has been elected and qualified.

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We need ideas for Club activities...how to enhance Field Day, Ham Radio demonstrations, and the like. So, if anyone has any ideas contact any of the Club officers or Directors. We want the Club to be active year-round. Also, let us know what you would like to be active in. You certainly don"t have to be active in everything, but there might be something you are interested in that would be a good Club activity. Please let us know.

Anyone in possession of any historical articles pertaining to the Milwaukee Radio Amateurs Club please contact George Philbert, KA9MXM.

After the regular meetings, those who want to have an after-meeting get-together can do so at The Knotty Pine Bar at 7006 West State Street

Plans are being made to put the Club station on the air on a regular basis. So far,the only time W9RH was heard was on Field Day. It would be nice if W9RH is heard more often.

For any information about The Club or Club activities contact any of the officers or directors. If you want to write, please address all correspondence to the Club address.

Milwaukee Radio Amateurs' Club
% Ed Seruga KE9JJ
3840 South 43rd Street #21
Milwaukee Wisconsin
53220

The new Club by-laws will be mailed out in January, 1989 to those on the roster as of January 1,1989. So make sure your dues are paid. If there are any questions about your status call Emerend Bude, K9HJH, or Ed Seruga, KE9JJ. The roster will be up-dated on a regular basis.

CUAGN next month --- 73

Ch op KD9AJ

MRAC By-Laws by Jim WB9LNU

The following is a synopsis of the MRAC bylaws from their original conception in 1923 to the ones being written now in 1995.

3/8/1923 Our founding fathers created the rough draft and final copy of the Original Articles of Organization.

3/21/1923 The first bylaws were approved.

10/17/1933 The first change in to the original 1923 bylaws.
1. Drop the requirement for an associate or junior member to be a member of the ARRL.
2. Only regular members must have a license and be a member of the ARRL.

5/17/1934 Amendment change to Article 4 paragraph 2 and 3.
This amendment changed the time of the year that the elections would take place and on what days the meetings would take place.

9/4/1941 Amendment change to the bylaws.
1. Change the location of the normal meeting place.
2. Change the supplies a member was required to have, such as a copy of the Radio Communications Laws.
3. Changed the requirements to be a club member
4. Changed the dues rate to 50 cents per week.
5. Drop the power of the club to control an operators operating times. This control over members was used because of the early spark transmitter interference problem.
6. The meeting of the Board of Directors could be held wherever they want based on mutual agreement instead of the club meeting hall.

3/2/1942 Amendment change to the bylaws.
5 levels of membership was established along with a complete discription of each level of membership.
1. Regular Member
2. Associate Members
3. Life Members
4. Honorary Members
5. Non-Resident Members

6/11/1946 Add the clubs first trustee to the bylaws for the club station call W9HRM. HE was Aldrich Krones. Note: Each new club president became the new trustee. This was later changed so one person would be trustee until a change was deemed necessary by the Board of Directors.

4/8/1948 Atty. Paul Leeb W9TKY and Emil Felber totally amended the bylaws to try and up date them to match the times.

3/29/1951 New Articles of Incorperation were written.

12/16/1954 Amendment change to the bylaws. The first proxy vote was used.
1. Change the regular meeting time from every Thursday to twice a month.
2. The meetings shall be held on the 1st and 3ed thursday of each month.

1965 A highly condensed and simplified bylaws was written.

1966-1970 An exact reprint of the 1965 bylaws were issued. Copies of these bylaws were included with the yearly club roster.

1979-80 Very controversial bylaws were written. All hell broke loose between club members and club officers. The controversy was caused be unusual wording changes and miss prints in the bylaws when they were published. The new bylaws were voted in by a quorum vote, but I don't think the members knew exactly what they were voting for based on information I was able to extract from the Chatter of that time which is in our history filing cabinet. A printing correction sheet was sent out to all the members.

1983 The 1979-80 bylaws were changed to remove all the controversial stuff. Special attention was given to who has the right to vote and what a quorum is.

1985 In September 1985 the club received a letter from the State of Wisconsin that all old corporations are required to reincorperate.

1987 New restated Articles of Incorporation was made and our new bylaws were examined by Atty. Fennig. Quorum and Proxy changes were made.

1988-89 These were the last bylaws that were sent out to the members as per our historical records. These bylaws are an exact copy of the 1987 bylaws except for changes in Article 5 Section2.

1995 New simplified bylaws based on a study of history, tensions and communication problems over the last decade will be issued this year after the approval of the membership. These new rules are written in plain english.

ARTICLE VIII

Seal

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ARTICLE IX

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ARTICLE II

PURPOSE

In addition to the purposes of the corporation set forth in its Articles of Incorporation, its purposes are to foster the ownership, operation and maintenance of amateur, special amateur or experimental radio telegraphic and telephonic station or stations; to promote the art, science, and technology of radio telegraphy, telephony, video and data transmission, and allied subjects among its members; conduct courses of instruction for each of the five (5) grades of amateur radio operator license applicants; conduct field tests for emergency communications; associate or affiliate itself with the American Radio Relay League, Inc., of Newington, Connecticutt, or any other radio telegraphic or telephonic organization or organizations; to promote more effective relaying of friendly messages between the different stations for orderly operation and practical improvement of short-wave radio telegraphic communication; for organizing area wide radio amateurs into an effective unit to provide its membership with the educational means to acquire the latest technology with respect to its activities; and to comply with all rules and regulations of the Federal Communications Commission and the State of Wisconsin with respect thereto.

ARTICLE III

Section 1. Annual Meetings. there shall be an annual meeting on the second Thursday of May of each year for the election of Directors and officers and for receiving the annual reports of the officers, directors, and committees, and the transaction of other business. Notice of the meeting, signed by the Secretary, shall be mailed to the last recorded address of each member at least five (5) days prior to the time appointed for the meeting. Such notice shall state the time, place and purpose of the